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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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EXHIBIT D-9
BUSINESS OPERATIONS / STRATEGIC PLANNING
572.6 HOURS

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 03/31/07
Bill Number: 1156471

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/03/07	0.40	REVIEW AND EVALUATE PATH X LIQUIDITY ANALYSIS (0.4).
BUTLER, JR. J	02/04/07	0.40	CONTINUE TO PREPARE FOR FEBRUARY 5TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.4).
BUTLER, JR. J	02/05/07	4.80	PREPARE FOR (0.4) AND ATTEND (3.8) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY; REVIEW 2007-2011 BUSINESS PLAN PRESENTATION MATERIALS (0.6).
BUTLER, JR. J	02/11/07	0.40	CONTINUE TO PREPARE FOR FEBRUARY 12TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.4).
BUTLER, JR. J	02/12/07	3.20	PREPARE FOR (0.2) AND ATTEND (2.5) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY; ATTEND FOLLOW-UP MEETING WITH J. SHEEHAN AND OTHERS AT COMPANY IN TROY (0.5).
BUTLER, JR. J	02/16/07	3.70	PREPARE FOR (0.4) AND PARTICIPATE IN (1.3) DELPHI EXECUTIVE LEADERSHIP MEETING AT COMPANY IN TROY; PREPARE FOR (0.2) AND PARTICIPATE (0.5) WEEKLY SENIOR LEGAL STRATEGY MEETING; PREPARE FOR (0.2) AND PARTICIPATE (1.1) IN EXECUTIVE LEADERSHIP MEETING (WITH S. MILLER, R. O'NEAL AND OTHERS) AT COMPANY IN TROY RE: STRATEGIC MATTERS.
BUTLER, JR. J	02/18/07	0.30	CONTINUE TO PREPARE FOR FEBRUARY 19TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.3).
BUTLER, JR. J	02/19/07	4.50	PREPARE FOR (0.2) AND PARTICIPATE IN (2.0) EXECUTIVE LEADERSHIP STRATEGY MEETING WITH S. MILLER AND R. O'NEAL ET. AL. AT COMPANY IN TROY; PREPARE FOR (0.3) AND PARTICIPATE IN (2.0) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY.
BUTLER, JR. J	02/21/07	1.10	PREPARE FOR (0.2) AND PARTICIPATE IN (0.9) EXECUTIVE LEADERSHIP STRATEGY MEETING WITH S. MILLER AND R. O'NEAL ET. AL. AT COMPANY IN TROY.
BUTLER, JR. J	02/23/07	1.80	PREPARE FOR (0.3) AND PARTICIPATE IN (1.5) EXECUTIVE LEADERSHIP STRATEGY TELECONFERENCE WITH S. MILLER AND R. O'NEAL ET. AL. AT COMPANY IN TROY.
BUTLER, JR. J	02/25/07	0.30	CONTINUE TO PREPARE FOR FEBRUARY 26TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.3).

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BUTLER, JR. J	02/26/07	1.90	PREPARE FOR (0.4) AND ATTEND (1.5) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY.
		22.80	
COCHRAN EL	02/05/07	3.70	PARTICIPATE IN DTM (3.7) .
COCHRAN EL	02/09/07	1.00	PARTICIPATE IN SENIOR STRATEGY CALL (1.0) .
COCHRAN EL	02/12/07	3.00	PARTICIPATE IN DTM (3.0) .
COCHRAN EL	02/13/07	3.70	MEETING WITH J. SHEEHAN AND D. RESNICK; REVIEW ISSUES (3.7) .
COCHRAN EL	02/16/07	1.20	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (1.2) .
COCHRAN EL	02/19/07	2.70	PARTICIPATE IN DTM (2.7) .
COCHRAN EL	02/23/07	1.20	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (1.2) .
COCHRAN EL	02/26/07	1.60	PARTICIPATED IN DTM (1.6) .
		18.10	
GIBSON ML	02/16/07	1.10	ALL HANDS CONFERENCE CALL (0.6) ; MEETING WITH INTERNAL TEAM RE: NEXT STEPS (0.5) .
GIBSON ML	02/23/07	0.60	ALL HANDS TELECONFERENCE (0.6) .
		1.70	
HOGAN III AL	02/02/07	0.60	PARTICIPATE IN SENIOR STRATEGY CONFERENCE (0.6) .
HOGAN III AL	02/09/07	0.40	PARTICIPATE IN SENIOR STRATEGY CONFERENCE (0.4) .
HOGAN III AL	02/16/07	0.60	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (0.6) .
HOGAN III AL	02/23/07	1.00	PARTICIPATE IN SENIOR STRATEGY CONFERENCE (1.0) .
		2.60	
LYONS JK	02/09/07	1.00	PREPARE FOR AND PARTICIPATE IN SENIOR STRATEGY CALL (1.0) .
LYONS JK	02/23/07	1.10	PREPARE FOR AND PARTICIPATE IN SENIOR STRATEGY CALL (1.1) .
		2.10	
MARAFIOTI KA	02/02/07	0.30	SENIOR STRATEGY AND FOLLOWUP TELECONFERENCES (0.3) .
MARAFIOTI KA	02/09/07	0.60	PREPARE FOR AND PARTICIPATE IN SENIOR STRATEGY CALL (0.6) .
MARAFIOTI KA	02/16/07	0.60	PREPARE FOR AND PARTICIPATE IN SENIOR STRATEGY CALL (0.6) .

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MARAFIOTI KA	02/23/07	0.60	PREPARE FOR AND PARTICIPATE IN SENIOR STRATEGY CALL (0.6) .
		2.10	
PANAGAKIS GN	02/09/07	0.70	PARTICIPATE ON SENIOR STRATEGY TELECONFERENCE (0.7) .
PANAGAKIS GN	02/16/07	0.60	PARTICIPATE ON SENIOR STRATEGY CALL (0.6) .
PANAGAKIS GN	02/23/07	0.80	PARTICIPATE ON WEEKLY SENIOR STRATEGY CALL (0.8) .
PANAGAKIS GN	02/26/07	1.40	REVIEW COMMITTEE AND BOARD PRESENTATION MATERIALS (1.4) .
		3.50	
Total Partner		52.90	
MATZ TJ	02/02/07	0.30	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (0.3) .
MATZ TJ	02/08/07	0.40	PREPARE AGENDA FOR SENIOR STRATEGY TELECONFERENCE (0.4) .
MATZ TJ	02/09/07	0.70	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (0.7) .
MATZ TJ	02/15/07	0.30	PREPARE AGENDA FOR SENIOR STRATEGY CALL (0.3) .
MATZ TJ	02/16/07	0.30	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (AS TO PART) (0.3) .
MATZ TJ	02/23/07	0.60	PARTICIPATE IN SENIOR STRATEGY CALL (0.6) .
		2.60	
RAMLO K	02/09/07	0.80	PREPARE FOR AND PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (0.8) .
RAMLO K	02/16/07	0.60	PREPARE FOR AND PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (0.6) .
RAMLO K	02/23/07	0.50	PREPARE FOR AND PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (0.5) .
		1.90	
Total Counsel		4.50	
FERN BM	02/05/07	0.30	REVIEW DATA RE: IT CONTRACTS (0.3) .
FERN BM	02/06/07	0.70	REVIEW AND COMMENT ON PROPOSED CHANGES TO FINANCE OUTSOURCING AGREEMENT (0.7) .
FERN BM	02/07/07	2.10	TELECONFERENCE WITH M. DENSMORE AND L. HAMILTON RE: WOMACK LOAN (0.3) ; ANALYZE ISSUES RE: SAME (0.5) ; DRAFT MEMO TO M. DENSMORE RE: WOMACK LOAN (1.3) .
FERN BM	02/08/07	1.40	FINALIZE MEMO TO M. DENSMORE RE: WOMACK LOAN (0.6) ; EMAIL TO M. DENSMORE RE: SAME (0.2) ; REVIEW AND COMMENT ON LANGUAGE RE: FINANCE OUTSOURCING (0.6) .

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FERN BM	02/09/07	1.10	SUMMARIZE ISSUES RE: FINANCE OUTSOURCING (0.5); TELECONFERENCE WITH M. DENSMORE RE: OPEN ISSUES IN FINANCE OUTSOURCING AGREEMENTS (0.4); EMAIL TO/FROM M. DENSMORE RE: SAME (0.2).
FERN BM	02/12/07	0.30	DOCUMENT FILE RE: UPDATE ON WOMACK LOAN (0.3).
FERN BM	02/14/07	6.30	EMAILS TO/FROM M. DENSMORE RE: FINANCE OUTSOURCING AGREEMENTS (0.3); EMAIL TO M. DENSMORE RE: KEY DATES FOR FINANCE OUTSOURCING (0.2); REVIEW AND COMMENT ON FINANCE OUTSOURCING AGREEMENT (4.7); REVISE SCHEDULES TO FINANCE OUTSOURCING AGREEMENT (0.4); EMAILS TO/FROM J. ENZOR AND M. DENSMORE RE: CHANGES TO MSA (0.7).
FERN BM	02/16/07	0.30	EMAILS TO/FROM M. LOEB RE: STATUS OF ADM NEGOTIATIONS (0.3).
FERN BM	02/20/07	0.20	TELECONFERENCE WITH M. WILLIAMS RE: INTERCOMPANY TRANSFERS (0.2).
FERN BM	02/21/07	2.50	TELECONFERENCE WITH M. DENSMORE AND B. PETERSON RE: STATUS OF FINANCE OUTSOURCING AGREEMENT (0.4); EMAILS TO/FROM M. LOEB RE: ADM AGREEMENT (0.4); TELECONFERENCE WITH M. WILLIAMS RE: INTERCOMPANY TRANSFER (0.2); PREPARE FOR TELECONFERENCE RE: ADM AGREEMENTS (0.4); PARTICIPATE IN TELECONFERENCE WITH I. SEIPKE, R. KREMEN, AND M. LOEB RE: ADM AGREEMENT (1.1).
FERN BM	02/22/07	4.80	FORMULATE STRATEGY RE: COMPANION AGREEMENTS TO MSA (0.5); EMAILS TO/FROM M. LOEB RE: TERMS OF COMPANION AGREEMENT (0.4); REVIEW DRAFT OF ADM AGREEMENT (1.5); EMAIL TO P. CHANDLER AND M. LOEB RE: ADM AGREEMENT (0.2); EMAIL TO B. PETERSON AND M. DENSMORE RE: FINANCE OUTSOURCING AGREEMENT (0.2); REVIEW AND COMMENT ON TIMELINE RE: FINANCE OUTSOURCING (0.5); MULTIPLE EMAILS TO/FROM B. PETERSON RE: FINANCE OUTSOURCING (0.3); RESEARCH RE: VARIOUS FORMS OF LIABILITY AND TERMS USED IN FINANCE AGREEMENTS (1.2).
FERN BM	02/23/07	1.10	REVIEW PROPOSED LANGUAGE FROM R. KREMEN RE: FINANCE OUTSOURCING (0.3); REVIEW DRAFT LANGUAGE FROM P. CHANDLER RE: FINANCE OUTSOURCING (0.2); EMAIL TO M. LOEB AND P. CHANDLER RE: COMMENTS TO COMPANION AGREEMENT (0.4); TELECONFERENCE WITH P. CHANDLER AND I. SEIPKE RE: ADM AGREEMENTS (0.2).

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FERN BM	02/24/07	1.10	EMAILS TO/FROM I. SEIPKE RE: FINANCE OUTSOURCING AGREEMENTS (0.2); REVIEW AND COMMENT ON PROPOSED LANGUAGE RE: SAME (0.4); ADDITIONAL ATTENTION TO CHANGES TO FINANCE OUTSOURCING AGREEMENTS (0.5).
FERN BM	02/26/07	3.30	ATTENTION TO ISSUES RE: FINALIZING ADM AGREEMENTS (0.7); PREPARE FOR (0.6) AND PARTICIPATE IN TELECONFERENCE WITH T. MCCABE, T. DOYE, K DAGLEISH RE: ADM COMPANION AGREEMENTS (0.7); ADDITIONAL TELECONFERENCE WITH I. SEIPKE AND R. KREMEN RE: TERMS OF MSA (0.3); ADDITIONAL ATTENTION TO ISSUES RE: OPEN TERMS IN THE MSA FOR IT OUTSOURCING (0.8); ADDITIONAL TELECONFERENCE WITH R. MAHA, T. MCCABE, T. DOYE, AND I. SEIPKE RE: ADM AGREEMENTS (0.2).
FERN BM	02/27/07	1.60	REVIEW PLEADINGS RE: BOOZ ALLEN (0.4); EMAIL TO J. SHEEHAN AND S. CORCORAN RE: SCOPE OF BOOZ ALLEN RETENTION (0.3); PREPARE FOR (0.3) AND PARTICIPATED IN TELECONFERENCE WITH I. SEIPKE, P. CHANDLER, R. MAHA AND R. KREMEN RE: ADM AGREEMENT (0.4); REVIEW AND COMMENT ON LANGUAGE FROM R. MAHA RE: ADM AGREEMENT (0.2).
		27.10	
HARDIN AS	02/09/07	1.10	ATTEND SENIOR STRATEGY TELECONFERENCE (1.1).
HARDIN AS	02/16/07	1.20	SENIOR STRATEGY WEEKLY TELECONFERENCE (1.2).
HARDIN AS	02/23/07	1.30	SENIOR STRATEGY TELECONFERENCE (1.1); PREPARE FOR WEEKLY STATUS TELECONFERENCE (0.2).
		3.60	
MEISLER RE	02/09/07	0.70	PREPARE FOR SENIOR STRATEGY TELECONFERENCE (0.2); PARTICIPATE ON SAME (0.5).
MEISLER RE	02/12/07	0.60	REVIEW DTM PRESENTATIONS (0.6).
MEISLER RE	02/16/07	0.80	PREPARE FOR SENIOR STRATEGY TELECONFERENCE (0.2); PARTICIPATE ON SAME (0.6).
MEISLER RE	02/23/07	1.00	PREPARE FOR SENIOR STRATEGY TELECONFERENCE (0.2); PARTICIPATE ON SAME (0.8).
		3.10	
STUART NL	02/09/07	0.70	ATTEND SENIOR STRATEGY TELECONFERENCE (0.7).
STUART NL	02/16/07	0.60	ATTEND SENIOR STRATEGY TELECONFERENCE (0.6).

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STUART NL	02/23/07	0.80	ATTEND SENIOR STRATEGY TELECONFERENCE (0.8) .
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2.10

Total Associate 35.90

DEMMA J	02/07/07	1.10	UPDATE DTM MATERIALS (1.1) .
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DEMMA J	02/20/07	0.90	UPDATE DTM MATERIALS (0.9) .
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2.00

Total Legal Assistant 2.00

WORSHECK TM	02/02/07	0.80	UPDATE DTM BINDERS (0.8) .
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WORSHECK TM	02/21/07	1.10	UPDATE DTM BINDERS (1.1) .
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~~1.90~~

~~**Total Legal Assistant 1.90**~~
~~**Support**~~

TOTAL TIME 97.20

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 03/31/07
Bill Number: 1156471

Disbursement	Date	Vendor/Employee/Dept.	Amount
In-house Reproduction	02/02/07	Copy Center, D	3.01
In-house Reproduction	02/02/07	Copy Center, D	76.46
In-house Reproduction	02/06/07	Copy Center, D	0.20
In-house Reproduction	02/09/07	Copy Center, D	2.10
In-house Reproduction	02/16/07	Copy Center, D	33.92
In-house Reproduction	02/27/07	Copy Center, D	31.31
TOTAL IN-HOUSE REPRODUCTION			\$147.00
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	2.01
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	5.55
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	0.19
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	0.24
Telephone Expense-ECRS only	02/23/07	Telecommunications, D	3.01
TOTAL TELEPHONE EXPENSE-ECRS ONLY			\$11.00
Reproduction - color	02/06/07	Copy Center, D	94.00
TOTAL REPRODUCTION - COLOR			\$94.00
Air/Rail Travel (external)	01/28/07	Butler, Jr. J	230.43
Air/Rail Travel (external)	02/04/07	Butler, Jr. J	76.81
Air/Rail Travel (external)	02/11/07	Butler, Jr. J	230.43
Air/Rail Travel (external)	02/15/07	Butler, Jr. J	440.96
Air/Rail Travel (external)	02/18/07	Butler, Jr. J	235.43
Air/Rail Travel (external)	02/25/07	Butler, Jr. J	381.94
TOTAL AIR/RAIL TRAVEL (EXTERNAL)			\$1,596.00
Out-of-Town Travel	01/28/07	Butler, Jr. J	95.21

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Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	01/28/07	Butler, Jr. J	10.50
Out-of-Town Travel	01/28/07	Butler, Jr. J	219.88
Out-of-Town Travel	02/04/07	Butler, Jr. J	58.89
Out-of-Town Travel	02/04/07	Butler, Jr. J	143.07
Out-of-Town Travel	02/04/07	Butler, Jr. J	9.66
Out-of-Town Travel	02/11/07	Butler, Jr. J	219.88
Out-of-Town Travel	02/11/07	Butler, Jr. J	90.69
Out-of-Town Travel	02/11/07	Butler, Jr. J	13.00
Out-of-Town Travel	02/11/07	Butler, Jr. J	32.01
Out-of-Town Travel	02/15/07	Butler, Jr. J	226.88
Out-of-Town Travel	02/15/07	Butler, Jr. J	90.03
Out-of-Town Travel	02/15/07	Butler, Jr. J	75.70
Out-of-Town Travel	02/15/07	Butler, Jr. J	42.01
Out-of-Town Travel	02/15/07	Butler, Jr. J	19.01
Out-of-Town Travel	02/18/07	Butler, Jr. J	92.39
Out-of-Town Travel	02/18/07	Butler, Jr. J	13.00
Out-of-Town Travel	02/18/07	Butler, Jr. J	221.60
Out-of-Town Travel	02/25/07	Butler, Jr. J	272.70
Out-of-Town Travel	02/25/07	Butler, Jr. J	212.88
Out-of-Town Travel	02/25/07	Butler, Jr. J	21.01
		TOTAL OUT-OF-TOWN TRAVEL	\$2,180.00
Messengers/ Courier	02/15/07	Messenger Express	42.00
		TOTAL MESSENGERS/ COURIER	\$42.00
Out-of-Town Meals	01/28/07	Butler, Jr. J	21.06
Out-of-Town Meals	02/04/07	Butler, Jr. J	14.04
Out-of-Town Meals	02/11/07	Butler, Jr. J	35.73
Out-of-Town Meals	02/11/07	Butler, Jr. J	19.05
Out-of-Town Meals	02/15/07	Butler, Jr. J	22.00
Out-of-Town Meals	02/15/07	Butler, Jr. J	20.06
Out-of-Town Meals	02/18/07	Butler, Jr. J	12.03
Out-of-Town Meals	02/18/07	Butler, Jr. J	14.98
Out-of-Town Meals	02/25/07	Butler, Jr. J	16.05
		TOTAL OUT-OF-TOWN MEALS	\$175.00

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Contracted Catering-NY 02/06/07	Butler, Jr. J	126.65
Contracted Catering-NY 02/06/07	Butler, Jr. J	400.22
Contracted Catering-NY 02/06/07	Butler, Jr. J	240.13
TOTAL CONTRACTED CATERING-NY		\$767.00
TOTAL MATTER		\$5,012.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 04/30/07
Bill Number: 1156504

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/04/07	1.30	CONTINUE TO PREPARE FOR MARCH 5TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.9); REVIEW 2006 YEAR IN REVIEW MATERIALS FROM R. O'NEAL (0.4).
BUTLER, JR. J	03/05/07	6.10	PREPARE FOR (0.4) AND ATTEND (5.7) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY.
BUTLER, JR. J	03/11/07	0.30	CONTINUE TO PREPARE FOR MARCH 12TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.3).
BUTLER, JR. J	03/12/07	2.90	PREPARE FOR (0.4) AND ATTEND (2.5) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY.
BUTLER, JR. J	03/16/07	1.40	PREPARE FOR (0.2) AND PARTICIPATE (1.2) WEEKLY SENIOR STRATEGY MEETING.
BUTLER, JR. J	03/18/07	0.40	CONTINUE TO PREPARE FOR MARCH 19TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.4).
BUTLER, JR. J	03/19/07	2.70	PREPARE FOR (0.3) AND ATTEND (2.4) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY.
BUTLER, JR. J	03/23/07	0.70	PREPARE FOR (0.2) AND PARTICIPATE (0.5) WEEKLY SENIOR STRATEGY MEETING.
BUTLER, JR. J	03/25/07	0.30	CONTINUE TO PREPARE FOR MARCH 26TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.3).
BUTLER, JR. J	03/26/07	2.30	PREPARE FOR (0.4) AND ATTEND (1.9) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY.
BUTLER, JR. J	03/30/07	1.40	PREPARE FOR (0.2) AND PARTICIPATE (0.3) WEEKLY SENIOR STRATEGY MEETING; TELECONFERENCES WITH R. O'NEAL AND WITH D. RESNICK RE: STRATEGIC MATTERS (0.5, 0.2); PREPARE FOR MARCH 31ST STRATEGY WORKING GROUP MEETING WITH EXECUTIVE LEADERSHIP TEAM INCLUDING S. MILLER, R. O'NEAL AND EXECUTIVE MANAGEMENT TEAM INCLUDING REVIEW OF MATERIALS FROM J. BERTRAND (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	03/31/07	3.80	PREPARE FOR (0.3) AND PARTICIPATE (2.3) IN STRATEGY WORKING GROUP MEETING WITH EXECUTIVE LEADERSHIP TEAM INCLUDING S. MILLER, R. O'NEAL AND EXECUTIVE MANAGEMENT TEAM AND D. RESNICK AND B. SHAW; REVIEW DRAFT ROTHSCHILD PRESENTATION (0.6); EMAILS FROM/TO D. RESNICK AND B. SHAW RE: SAME (0.2); TELECONFERENCE WITH K. BUTLER RE: SAME (0.4).
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23.60

COCHRAN EL	03/02/07	1.20	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (1.2).
COCHRAN EL	03/05/07	4.70	PARTICIPATE IN DTM (4.7).
COCHRAN EL	03/12/07	3.10	PARTICIPATED IN DTM (3.1).
COCHRAN EL	03/16/07	1.20	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (1.2).
COCHRAN EL	03/19/07	2.70	PARTICIPATE IN DTM (2.7).
COCHRAN EL	03/23/07	1.20	PARTICIPATE IN SENIOR STRATEGY CALL (1.2).

14.10

GIBSON ML	03/02/07	1.00	SENIOR STRATEGY CONFERENCE CALL (1.0).
GIBSON ML	03/09/07	0.70	REVIEW AND COMMENT ON CONFIDENTIALITY AGREEMENT (0.7).
GIBSON ML	03/16/07	0.60	STRATEGY TEAM CONFERENCE CALL (0.6).

2.30

HOGAN III AL	03/16/07	0.90	PARTICIPATE IN SENIOR STRATEGY TELECONFERENCE (0.9).
HOGAN III AL	03/23/07	0.60	PARTICIPATE IN SENIOR STRATEGY CALL (0.6).
HOGAN III AL	03/30/07	1.10	PARTICIPATE IN STRATEGY CONFERENCE (1.1).

2.60

LYONS JK	03/02/07	1.30	PARTICIPATION IN SENIOR STRATEGY TELECONFERENCE (1.3).
LYONS JK	03/09/07	1.30	PARTICIPATION IN SENIOR STRATEGY TELECONFERENCE (1.3).
LYONS JK	03/16/07	1.40	PARTICIPATION IN SENIOR STRATEGY TELECONFERENCE (1.4).

4.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MARAFIOTI KA	03/02/07	0.90	SENIOR STRATEGY CALL (0.9) .
MARAFIOTI KA	03/16/07	1.10	SENIOR STRATEGY CALL (1.1) .
MARAFIOTI KA	03/23/07	3.10	WORK ON MOTION TO APPROVE APPLICATION MAINTENANCE AGREEMENT (0.7) AND RELATED ORDER (0.1); SENIOR STRATEGY CALL (1.1); WORK ON FINANCE OUTSOURCING MOTION (GENPACT) (0.8) AND RELATED ORDER (0.2); RELATED CORRESPONDENCE (0.2) .
MARAFIOTI KA	03/28/07	2.30	REVIEW AND REVISE APPLICATION MAINTENANCE AND SUPPORT MOTION (1.0) AND ORDER (0.1); RELATED CORRESPONDENCE (0.1); REVIEW AND REVISE FINANCE OUTSOURCING MOTION (0.8) AND ORDER (0.1); RELATED CORRESPONDENCE (0.2) .
MARAFIOTI KA	03/30/07	0.60	SENIOR STRATEGY CALL (0.6) .
		8.00	
PANAGAKIS GN	03/02/07	1.10	PARTICIPATE ON SENIOR STRATEGY TELECONFERENCE (0.8) AND ATTEND TO FOLLOW UP MATTERS RE: SAME (0.3) .
PANAGAKIS GN	03/16/07	1.00	PARTICIPATE ON TEAM STRATEGY CALL (1.0) .
PANAGAKIS GN	03/23/07	1.30	PARTICIPATE ON SENIOR STRATEGY CALL AND ATTEND TO FOLLOW UP MATTERS RE: SAME (1.3) .
PANAGAKIS GN	03/30/07	0.80	PARTICIPATE ON SENIOR STRATEGY CALL (0.8) .
		4.20	
Total Partner		58.80	
MATZ TJ	03/01/07	1.50	PREPARE AGENDA FOR SENIOR STRATEGY CONFERENCE CALL (0.4); REVIEW BOOZ ALLEN ONGOING CONTRACT, NOTICE MATTER (0.9); CORRESPONDENCE WITH J. SHEEHAN RE: SAME (0.2) .
MATZ TJ	03/02/07	2.20	PARTICIPATE IN SENIOR STRATEGY CONFERENCE CALL (0.9); CORRESPONDENCE WITH J. SHEEHAN RE: MARCH 1 BOOZ ALLEN IMPLEMENTATION AGREEMENT (0.2); REVIEW SAME AND AUTHORIZING ORDER (0.6); PREPARE NOTICE TO U.S. TRUSTEE UNSECURED CREDITORS COMMITTEE RE: SAME (0.2); FORWARD DRAFT NOTICE TO J. SHEEHAN (0.1); TELECONFERENCE WITH J. SHEEHAN RE: SAME (0.2) .
MATZ TJ	03/04/07	0.40	CONSIDER MATTER OF BOOZ ALLEN SG&A PROJECT (0.4) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	03/05/07	0.40	REVISE NOTICE TO U.S. TRUSTEE AND UNSECURED CREDITORS COMMITTEE RE: BOOZ ALLEN IMPLEMENTATION AGREEMENT (0.3); FORWARDING SAME TO U.S. TRUSTEE, UNSECURED CREDITORS COMMITTEE, COMPANY AND BOOZ ALLEN COUNSEL (0.1).
MATZ TJ	03/15/07	0.30	PREPARE AGENDA FOR SENIOR STRATEGY CONFERENCE CALL (0.3).
MATZ TJ	03/16/07	0.90	PARTICIPATE IN SENIOR STRATEGY CONFERENCE CALL (0.9).
MATZ TJ	03/19/07	0.70	REVIEW IT OUTSOURCING SEALING MOTION, ORDER (0.4); REVIEW MATTER RE: PRIOR IT OUTSOURCING SEALING ORDER (0.3).
MATZ TJ	03/20/07	1.60	REVIEW IT OUTSOURCING PHASE II MATTERS, SEALING APPLICATION (0.6); CONSIDER IT OUTSOURCING MATTER (0.6); CONSIDER AND REVIEW MATTERS RE: APPLICATION TO FILE UNDER SEAL (0.4).
MATZ TJ	03/21/07	0.70	REVIEW IT OUTSOURCING MATTER DRAFT MATERIALS (0.7).
MATZ TJ	03/22/07	0.40	PREPARE AGENDA FOR SENIOR STRATEGY CALL (0.4).
MATZ TJ	03/23/07	3.20	PARTICIPATE IN SENIOR STRATEGY CONFERENCE CALL (0.7); REVIEW AND COMMENT ON FINANCING OUTSOURCING MOTION (1.3); REVIEW AND COMMENT ON DRAFT IT OUTSOURCING MOTION (1.2).
MATZ TJ	03/24/07	0.30	CORRESPONDENCE WITH J. SHEEHAN RE: BOOZ ALLEN CONTRACT (0.1); CONFIRMATION RE; SAME (0.2).
MATZ TJ	03/26/07	1.40	REVIEW AND FOLLOW UP RE: IT PHASE II OUTSOURCING (0.3); CONTINUE REVIEW OF IT OUTSOURCING MOTION PHASE II SEALING APPLICATION IN RESPECT THEREOF (0.6); REVIEW FINANCING OUTSOURCING MOTION REVISIONS (0.5).
MATZ TJ	03/27/07	2.40	REVIEW FINAL IT OUTSOURCING SEALING APPLICATION & ORDER, 9/6 PHASE I SUBMISSION TO CHAMBERS (0.8); REVIEW UNDERLYING DRAFT MOTIONS AND PROPOSED ORDER (0.4); DISCUSSION WITH B. FERN RE: SAME (0.2); PREPARE CORRESPONDENCE WITH CHAMBERS RE: SEALING APPLICATION (0.3); FORWARD SAME TO CHAMBERS (0.1); TELECONFERENCE WITH CHAMBERS RE: IT OUTSOURCING EX PARTE SEALING APPLICATION (0.2); TELECONFERENCE WITH CHAMBERS RE: IT OUTSOURCING SEALING APPLICATION MATERIALS (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	03/28/07	2.60	TELECONFERENCE WITH CHAMBERS RE: IT OUTSOURCING SEALING APPLICATION (0.3); TELECONFERENCE WITH CHAMBERS RE: FINANCE OUTSOURCING SEALING APPLICATION (0.3); REVIEW AND COMMENT ON REVISED DRAFT OF IT OUTSOURCING MOTION AND ORDER (0.9); TELECONFERENCE WITH CHAMBER RE: IT OUTSOURCING SEALING ORDER (0.1); REVIEW AND COMMENT ON REVISED DRAFT OF FINANCE OUTSOURCING ORDER (1.0).
MATZ TJ	03/29/07	4.30	REVIEW AIP OPINION & TRANSCRIPT (0.3); FORWARD SAME TO D. SHERBIN, M. LOEB (0.1); TELECONFERENCE WITH CHAMBERS RE: FINANCE OUTSOURCING SEALING MOTION (0.2); REVIEW SEALING MOTION MATERIALS AND MATERIALS FOR CHAMBERS (2.0); REVIEWING FINAL SEALING MATERIALS, UNDERLYING MOTION FOR CHAMBERS (0.6) PREPARE CORRESPONDENCE TO CHAMBERS (0.2); TELECONFERENCE WITH CHAMBERS RE: FINANCE OUTSOURCING SEALING MOTION (0.3); FOLLOW UP TELECONFERENCE WITH CHAMBERS RE: SAME (0.1); FURTHER REVIEW AND COMMENTS ON FINANCE OUTSOURCING PLEADINGS (0.5).
MATZ TJ	03/30/07	2.30	PARTICIPATE IN SENIOR STRATEGY CONFERENCE CALL (0.7); FINAL REVIEW OF IT OUTSOURCING PLEADINGS (0.6); FINAL REVIEW OF FINANCE OUTSOURCING PLEADINGS (0.6); OVERSEEING FILING SERVICE PARTIES IN RESPECT THEREOF (0.4).
		25.60	
RAMLO K	03/02/07	0.90	SENIOR STRATEGY TELECONFERENCE (0.9).
RAMLO K	03/16/07	1.00	SENIOR STRATEGY CALL (1.0).
RAMLO K	03/23/07	0.80	SENIOR STRATEGY CALL (0.8).
RAMLO K	03/30/07	0.70	SENIOR STRATEGY CALL (0.7).
		3.40	
Total Counsel		29.00	
FERN BM	03/01/07	1.70	REVIEW ISSUES RE: RETENTION OF BOOZ ALLEN (0.5); BEGIN MOTION TO FILE ADM AGREEMENT UNDER SEAL (0.4); DRAFT PRESENTATION RE: ADM AGREEMENTS (0.8).
FERN BM	03/02/07	1.00	REVISE PRESENTATION FOR ADM AND FINANCE OUTSOURCING AGREEMENTS (0.2); DRAFT PRESENTATION RE: BOOZ ALLEN (0.8).
FERN BM	03/03/07	0.50	REVISE IT OUTSOURCING PRESENTATION FOR UCC PRESENTATION (0.5).
FERN BM	03/04/07	1.20	REVISE PRESENTATION RE: IT OUTSOURCING (0.5); EMAILS TO/FROM J. SHEEHAN RE: BOOZ ALLEN (0.3); FOLLOW-UP ON ISSUES RE: RETENTION OF BOOZ ALLEN (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	03/05/07	7.30	TELECONFERENCE WITH J. ENZOR, J. GUGLIELMO AND M. DENSMORE RE: FINANCE OUTSOURCING (0.9); EMAIL TO S. CORCORAN RE: TIMING OF DILIGENCE FOR FINANCE OUTSOURCING (0.2); EMAILS TO M. LOEB AND M. DENSMORE RE: TIMING OF APRIL HEARING (0.2); DRAFT MOTION TO FILE AMS AGREEMENTS UNDER SEAL (3.1); DRAFT ORDER RE: SAME (0.4); DRAFT MOTION TO FILE REDACTED VERSION OF FINANCE OUTSOURCING (1.5); DRAFT ORDER RE: SAME (0.4); ATTENTION TO ISSUES RE: BOOZ ALLEN ENGAGEMENT (0.4).
FERN BM	03/06/07	4.00	EMAILS TO/FROM T. MCCABE RE: TIMING OF FILINGS RE: ADM AGREEMENTS (0.2); BEGIN DRAFTING MOTION TO APPROVE ADM AGREEMENTS (3.4); TELECONFERENCE WITH M. HEAPHY AND S. ZUCH RE: FINANCE OUTSOURCING (0.4).
FERN BM	03/07/07	4.90	CONTINUES DRAFTING MOTION RE: AMS AGREEMENT (4.2); DRAFT ORDER RE: AMS AGREEMENT (0.5); EMAILS TO/FROM T. MCCABE RE: OUTSOURCING NETWORK TOWER (0.2).
FERN BM	03/08/07	7.60	ATTENTION TO ISSUES RE: TIMING OF FINANCE OUTSOURCING DILIGENCE (0.3); TELECONFERENCE WITH M. DENSMORE RE: FINANCE OUTSOURCING DILIGENCE (0.2); REVIEW AND REVISE ADM UNDER SEAL MOTION AND ORDER (1.8); REVIEW AND REVISE MOTION AND ORDER RE: ADM AGREEMENTS (0.6); REVIEW SLIDES RE: BENEFITS OF FINANCE OUTSOURCING (0.8); REVIEW AND REVISE FINANCE OUTSOURCING REDACTIVE PLEADINGS (1.3); FORMULATE STRATEGY RE: APPROVAL OF FINANCE OUTSOURCING AGREEMENT (0.5); BEGIN DRAFTING FINANCE OUTSOURCING MOTION (2.1).
FERN BM	03/09/07	1.80	REVIEW AND COMMENT ON TIMELINE FOR FINANCE OUTSOURCING (0.3); CONTINUE DRAFTING FINANCE OUTSOURCING MOTION (1.5).
FERN BM	03/12/07	0.30	EMAIL TO/FROM M. LOEB RE: ADM AGREEMENTS (0.3).
FERN BM	03/14/07	1.80	REVIEW ISSUES RE: STATUS OF ADM MOTION (0.6); ATTENTION TO ISSUES RE: STATUS OF FINANCE OUTSOURCING (0.7); EMAILS TO/FROM S. CORCORAN RE: FINANCE OUTSOURCING DILIGENCE (0.3); EMAILS TO/FROM M. DENSMORE RE: INDEMNITY AGREEMENTS (0.2).
FERN BM	03/15/07	1.80	REVIEW AND REVISE REDACTION PLEADINGS FOR ADM AGREEMENT (0.3) AND FINANCE OUTSOURCING (0.3); REVIEW AND REVISE FEE APPLICATION SECTION DISCUSSING IT OUTSOURCING (0.4); REVISE ADM UNDER SEAL MOTION (0.8).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	03/16/07	2.00	REVIEW AND REVISE ADM UNDER SEAL PLEADINGS (0.7); EMAIL TO/FROM M. LOEB AND T. MCCABE RE: SAME (0.2); REVIEW AND REVISE FINANCIAL OUTSOURCING REDACTION PLEADINGS (0.9); EMAIL TO/FROM M. DENSMORE RE: SAME (0.2).
FERN BM	03/17/07	0.20	EMAILS TO/FROM T. MCCABE RE: ADM AGREEMENTS (0.2).
FERN BM	03/18/07	0.40	ATTENTION TO ISSUES RE: FILING ADM AGREEMENTS (0.4).
FERN BM	03/19/07	3.20	REVISE ADM UNDER SEAL PLEADINGS (0.9); REVISE FINANCE OUTSOURCING REDACTION PLEADINGS (0.4); REVIEW DOCUMENTS RE: DILIGENCE OF ADM AGREEMENTS (0.3); EMAIL TO/FROM M. HEAPHY RE: FINANCE OUTSOURCING (0.3); REVISE PLEADINGS RE: APPROVAL OF ADM AGREEMENTS (1.3).
FERN BM	03/20/07	7.80	REVIEW FINANCE OUTSOURCING ORDER (0.4); EMAILS TO/FROM M. LOEB RE: TIMING OF ADM DILIGENCE (0.3); ATTENTION TO ISSUE RE: UNDER SEAL PLEADINGS (1.2); CONTINUE DRAFTING MOTION TO APPROVE FINANCE OUTSOURCING AGREEMENT (2.4); ATTENTION TO DILIGENCE ISSUES RE: ADM AGREEMENTS (0.7); COMPLETE DRAFT OF FINANCE OUTSOURCING MOTION (1.3); REVIEW REVISED MOTION RE: ADM AGREEMENTS (0.9); EMAILS TO M. BROUDE AND R. HASTY RE: ADM AGREEMENTS (0.4); EMAIL TO M. DENSMORE RE: FINANCE OUTSOURCING MOTION (0.2).
FERN BM	03/21/07	1.50	TELECONFERENCE WITH M. DENSMORE RE: FINANCE OUTSOURCING DILIGENCE (0.3); TELECONFERENCE WITH R. FLEETMEYER RE: FINANCE OUTSOURCING (0.3); REVISE ADM AGREEMENT MOTION (0.5); REVIEW ISSUES RE: FINANCE OUTSOURCING MOTION (0.4).
FERN BM	03/22/07	3.40	REVIEW AND REVISE FINANCE OUTSOURCING PLEADINGS (0.5); EMAIL TO M. LOEB AND T. MCCABE RE: SUBMITTING ADM AGREEMENTS TO COURT (0.4); REVIEW ISSUES RE: ADM AGREEMENTS (0.6); REVIEW AND ANALYZE GENPACT'S PROPOSED REDACTIONS TO FINANCE OUTSOURCING AGREEMENT (0.8); PREPARE FOR TELECONFERENCE WITH M. DENSMORE RE: SAME (0.5); TELECONFERENCE WITH M. DENSMORE RE: GENPACT'S PROPOSED REDACTIONS (0.4); EMAILS TO/FROM M. HEAPHY RE: GENPACT (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	03/23/07	3.40	TELECONFERENCE WITH M. HEAPHY AND M. DENSMORE RE: FINANCE OUTSOURCING (0.5); ATTENTION TO ISSUES RE: KEY TERMS TO ADM AGREEMENTS (0.7); REVIEW AND REVISE ADM UNDER SEAL PLEADINGS (0.3); TELECONFERENCE WITH M. LOEB RE: SAME (0.3); EMAILS TO M. EISENBER AND B. FELDMAN RE: UNDER SEAL PLEADINGS (0.2); REVIEW MATERIAL RE: RELEASE OF EDS CLAIM (0.4); REVIEW AND REVISE PLEADINGS RE: ADM AGREEMENTS (0.8); EMAIL TO M. LOEB AND T. MCCABE RE: SAME (0.2).
FERN BM	03/26/07	4.50	EVALUATE ISSUES RE: REDACTION OF FINANCE OUTSOURCING AGREEMENT (0.4); REVIEW APPLICATION MAINTENANCE MOTION AND ORDER (0.4); EMAILS TO/FROM M. LOEB RE: APPLICATION MAINTENANCE AGREEMENTS (0.2); EMAILS TO R. KREMEN AND M. EISENBERG RE: DRAFTS OF APPLICATION MAINTENANCE PLEADINGS (0.3); REVIEW EMAIL FROM B. PETERSON RE: PROPOSED CHANGES TO FINANCE OUTSOURCING MOTION (0.3); REVIEW AND REVISE FINANCE OUTSOURCING MOTION (0.8); EMAIL TO B. PETERSON AND M. DENSMORE RE: TERMS OF FINANCE OUTSOURCING MOTION AND ORDER (0.2); TELECONFERENCE WITH R. KREMEN AND D. CARRIGAN RE: APPLICATION MAINTENANCE MOTION (0.3); REVIEW COMMENTS TO FINANCE OUTSOURCING MOTION (0.4); EMAILS TO SERVICE PROVIDERS RE: UNDER SEAL PLEADINGS (0.3); REVIEW AND REVISE APPLICATION UNDER SEAL PLEADINGS (0.4); REVIEW AND COMMENT ON APPLICATION MAINTENANCE MOTION (0.5).
FERN BM	03/27/07	5.20	TELECONFERENCE WITH G. NOVOD RE: EDS CLAIM (0.3); ATTENTION TO DOCUMENTS RE: ADM UNDER SEAL MOTION (0.4); PREPARE FOR FILING ADM UNDER SEAL MOTION (1.5); ADDITIONAL REVISIONS TO FINANCE OUTSOURCING MOTION (0.8); TELECONFERENCE WITH M. LOEB RE: ADM MOTION (0.3); EMAILS TO/FROM M. HEAPHY RE: REDACTIONS TO FINANCE OUTSOURCING AGREEMENT (0.5); REVIEW PRESENTATION RE: IT OUTSOURCING - PHASE TWO (0.4); EMAILS TO R. HASTY AND M. BROUDE RE: SAME (0.2); EMAILS TO M. LOEB, T. MCCABE, M. EISENBERG AND B. FELDMAN RE: UNDER SEAL PLEADINGS (0.3); TELECONFERENCE WITH J. ENZOR RE: FINANCE OUTSOURCING (0.2); REVIEW AND COMMENT ON ADM MOTION (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	03/28/07	7.10	EMAILS TO/FROM M. LOEB RE: ADM MOTION (0.3); ATTENTION TO ISSUES RE: SEVERANCE FOR EMPLOYEES AFFECTED BY FINANCE OUTSOURCING (0.5); EMAIL TO K. CRAFT AND M. DENSMORE RE: SAME (0.3); TELECONFERENCE WITH R. KREMEN RE: ADM MOTION (0.2); TELECONFERENCE WITH M. DENSMORE AND S. CORCORAN RE: FINANCE OUTSOURCING MOTION (0.4); TELECONFERENCE WITH D. CARRIGAN RE: ADM MOTION (0.2); TELECONFERENCE WITH J. ENZOR RE: SAME (0.2); FORMULATE STRATEGY RE: SEEKING APPROVAL OF FINANCE OUTSOURCING AGREEMENT (0.6); REVIEW AND REVISE ADM MOTION (2.9); REVIEW AND REVISE FINANCE OUTSOURCING MOTION (1.3); EMAIL TO M. LOEB, M. EISENBERG AND B. FELDMAN RE: UNDER SEAL ORDER (0.2).
FERN BM	03/29/07	8.90	REVIEW AND COMMENT ON FINANCE OUTSOURCING REDACTION PLEADINGS (1.1); MULTIPLE TELECONFERENCES WITH G. NOVOD RE: TERMS OF ADM MOTION (0.4); FORMULATE STRATEGY RE: TERMS OF ADM MOTION (0.9); ATTENTION TO ISSUES RE: REDACTION OF FINANCE OUTSOURCING AGREEMENT (1.8); TELECONFERENCE WITH L. BECKMEYER RE: FINANCE OUTSOURCING (0.2); REVIEW FINANCE OUTSOURCING AGREEMENT IN PREPARATION FOR FILING REDACTION MOTION (2.1); ATTENTION TO DOCUMENTS IN PREPARATION FOR FILING REDACTED AGREEMENT (0.8); PREPARE FOR (0.4) AND PARTICIPATE IN TELECONFERENCE WITH M. EISENBERG, M. LOEB, J. PIAZZA, AND G. NOVOD RE: EDS CLAIMS (0.5); TELECONFERENCE WITH G. NOVOD RE: ADM MOTION (0.2); EMAILS TO/FROM S. CORCORAN RE: FINANCE OUTSOURCING (0.2); EMAIL TO R. KREMEN RE: ADM MOTION (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	03/30/07	9.20	TELECONFERENCE WITH R. KREMEN AND D. CARRIGAN RE: ADM MOTION (0.3); TELECONFERENCE WITH G. NOVOD RE: SAME (0.4); EMAILS TO/FROM M. LOEB RE: LANGUAGE IN ADM MOTION (0.5); TELECONFERENCE WITH S. CORCORAN RE: FINANCE OUTSOURCING MOTION (0.2); FORMULATE STRATEGY RE: ADM MOTION (1.1); REVISE FINANCE OUTSOURCING MOTION (0.6); MULTIPLE TELECONFERENCE WITH R. KREMEN RE: LANGUAGE IN ADM MOTION (0.5); MULTIPLE TELECONFERENCES WITH M. LOEB RE: ADM MOTION (0.6); MULTIPLE TELECONFERENCE WITH G. NOVOD RE: SAME (0.3); REVISE ADM MOTION (2.0); REVISE FINANCE OUTSOURCING MOTION (0.8); ATTENTION TO DOCUMENTS IN PREPARATION FOR FILING FINANCE OUTSOURCING MOTION (0.7); ATTENTION TO DOCUMENTS RE: FILING ADM MOTION (0.9); EMAILS TO/FROM E. GERSHBEIN RE: SERVICE OF BOTH MOTIONS (0.3).
		90.70	
HALPER A	03/29/07	3.60	REVIEW TRANSFORMATION PLAN AND REVISE; TELECONFERENCE WITH M. LOEB (3.6).
		3.60	
HARDIN AS	03/16/07	1.10	SENIOR STRATEGY CONFERENCE CALL (1.1).
HARDIN AS	03/23/07	1.10	WEEKLY SENIOR STATUS CONFERENCE CALL (1.1).
HARDIN AS	03/30/07	0.50	WEEKLY SENIOR STRATEGY CONFERENCE CALL (0.5).
		2.70	
KAHN MT	03/15/07	2.50	ANALYZE OUTSOURCING DOCUMENTS (INCLUDING MSAS AND PRIOR OUTSOURCING PLEADINGS FROM PHASE I (2.5).
KAHN MT	03/16/07	0.80	REVISE OUTSOURCING MOTION AND ORDER (0.4); REVIEW IT AND FINANCE MOTIONS (0.4).
KAHN MT	03/20/07	1.30	REVISE EXPARTE FINANCING MOTION AND ORDER (0.5); REVISE FINANCING MOTION AND ORDER (0.5); DRAFT NOTICES FOR FINANCE AND IT MOTIONS (0.3).
KAHN MT	03/21/07	7.50	REVISE IT MOTION (0.4); REVISED FINANCE MOTION (0.3); ANALYZE GENPACT MSA RE: REDACTING PROVISIONS (6.8).
KAHN MT	03/23/07	1.90	REVISE IT MOTION (0.4); REVISE FINANCING MOTION (0.9); ANALYZE MOTION FOR EXTENSION UNDER 365(D)(4) (0.3); COORDINATE DOCUMENTS UNDER SEAL FOR COURT (0.3).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KAHN MT	03/26/07	1.00	REVISE OUTSOURCING MOTION (0.6); COORDINATE DOCUMENTS UNDER SEAL FOR COURT (0.4).
KAHN MT	03/29/07	1.90	REVISE OUTSOURCING MOTIONS (0.1); COORDINATE REDACTION OF MSA FOR FINANCE MOTION (1.5); REVISE NOTICES FOR OUTSOURCING MOTIONS (0.3).
KAHN MT	03/30/07	1.20	REVISE OUTSOURCING MOTION (0.4); REVISE FINANCE MOTION (0.4); COORDINATE FILING (0.4).
18.10			
MEISLER RE	03/02/07	1.20	PREPARE FOR SENIOR STRATEGY CALL (0.2); PARTICIPATE ON SAME (1.0).
MEISLER RE	03/08/07	0.20	CONFERENCE WITH S. CORCORAN RE: FINANCIAL OUTSOURCING (0.1); DRAFT CORRESPONDENCE RE: SAME (0.1).
MEISLER RE	03/13/07	0.20	REVIEW ISSUES RE: FINANCE OUTSOURCING (0.2).
MEISLER RE	03/16/07	1.10	PARTICIPATE ON SENIOR STRATEGY CALL (1.1).
MEISLER RE	03/22/07	0.30	REVIEW AND COMMENT ON AGENDA RE: SENIOR STRATEGY SESSION (0.3).
MEISLER RE	03/23/07	1.00	PARTICIPATE ON SENIOR STRATEGY CALL (1.0).
MEISLER RE	03/25/07	4.40	REVIEW AND REVISE BOARD PRESENTATION FOR 3/27 MEETING (4.4).
MEISLER RE	03/28/07	0.60	REVIEW OUTSTANDING ISSUES RE: FINANCE OUTSOURCING (0.6).
MEISLER RE	03/29/07	0.20	CONTINUE TO WORK ON DILIGENCE PRESENTATION (0.2).
MEISLER RE	03/30/07	1.50	PARTICIPATE ON SENIOR STRATEGY CALL (0.6); RESPOND TO INSURANCE REQUEST (0.6); REVIEW STATUS OF, AND WORK ON FINALIZING, IT OUTSOURCING MOTION (0.3).
10.70			
STUART NL	03/02/07	0.80	ATTEND SENIOR STRATEGY TELECONFERENCE (0.8).
STUART NL	03/14/07	10.60	DRAFT AND REVISE MANAGEMENT PRESENTATION (10.6).

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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

STUART NL	03/16/07	0.90	ATTEND SENIOR STRATEGY TELECONFERENCE (0.9) .
STUART NL	03/23/07	0.50	ATTEND SENIOR STRATEGY TELECONFERENCE (0.5) .
STUART NL	03/30/07	0.60	ATTEND SENIOR STRATEGY TELECONFERENCE (0.6) .
		13.40	
Total Associate		139.20	
CHAVALI A	03/23/07	2.80	PREPARE DOCUMENTS FOR IT INFRASTRUCTURE EX PARTE APPLICATION (2.4); PREPARE SERVICE LIST FOR IT INFRASTRUCTURE FILINGS (0.4) .
CHAVALI A	03/26/07	3.40	PREPARE IT INFRASTRUCTURE OUTSOURCING BINDERS (1.3); TELECONFERENCE WITH KCC REPS TO DISCUSS SERVICE ISSUES (0.5); POST/PRE CALL DISCUSSION (0.3); WEEKLY STATUS TELECONFERENCE (0.5); POST/PRE TELECONFERENCE DISCUSSION (0.3); DISTRIBUTE HEARING MATERIALS (0.5) .
CHAVALI A	03/28/07	2.60	PREPARE AND FILE IT EX PARTE APPLICATION (1.3); PREPARE FINANCE OUTSOURCING APPLICATION TO SEND TO CAHMBERS (1.3) .
CHAVALI A	03/29/07	6.60	REDACT FINANCE OUTSOURCING AGREEMENT (1.7); REVISE REDACTED AGREEMENT (0.6); PREPARE BINDERS OF FINANCE OUTSOURCING AGREEMENT MATERIAL FOR THE UST AND CHAMBERS (2.4); TELECONFERENCE WITH KCC AND J. DEMMA TO DISCUSS SERVICE AND FILINGS (0.6); FILE EX PARTE FINANCE OUTSOURCING APPLICATION (0.4); PREPARE EX PARTE APPLICATION FOR FILING (0.3); PREPARE EMAIL WITH EX PARTE APPLICATION AND DRAFT MOTIONS FOR CHAMBERS (0.6) .
		15.40	
DEMMA J	03/01/07	1.30	UPDATE DTM MATERIALS (1.3) .
DEMMA J	03/02/07	0.60	PREPARE/DISTRIBUTE DTM MATERIALS (0.6) .
DEMMA J	03/06/07	1.60	UPDATE DTM MATERIALS (1.6) .
		3.50	
Total Legal Assistant		18.90	
TOTAL TIME		<u>245.90</u>	

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 04/30/07
Bill Number: 1156504

Disbursement	Date	Vendor/Employee/Dept.	Amount
CLR/Delaware Database	03/16/07	Office Admin, D	200.00
TOTAL CLR/DELAWARE DATABASE			\$200.00
Air/Rail Travel - vendor feed	03/26/07	Cochran EL	857.60
Air/Rail Travel - vendor feed	03/26/07	Cochran EL	-812.60
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$45.00
In-house Reproduction	03/09/07	Copy Center, D	162.02
In-house Reproduction	03/09/07	Copy Center, D	77.72
In-house Reproduction	03/16/07	Copy Center, D	26.07
In-house Reproduction	03/23/07	Copy Center, D	30.07
In-house Reproduction	03/23/07	Copy Center, D	16.38
In-house Reproduction	03/30/07	Copy Center, D	50.15
In-house Reproduction	03/30/07	Copy Center, D	6.59
TOTAL IN-HOUSE REPRODUCTION			\$369.00
Air/Rail Travel (external)	03/03/07	Butler, Jr. J	235.51
Air/Rail Travel (external)	03/11/07	Butler, Jr. J	312.93
Air/Rail Travel (external)	03/18/07	Butler, Jr. J	382.06
Air/Rail Travel (external)	03/25/07	Butler, Jr. J	235.50
TOTAL AIR/RAIL TRAVEL (EXTERNAL)			\$1,166.00
Out-of-Town Travel	03/03/07	Butler, Jr. J	10.50
Out-of-Town Travel	03/03/07	Butler, Jr. J	135.58
Out-of-Town Travel	03/03/07	Butler, Jr. J	327.99
Out-of-Town Travel	03/11/07	Butler, Jr. J	63.65
Out-of-Town Travel	03/11/07	Butler, Jr. J	113.42
Out-of-Town Travel	03/11/07	Butler, Jr. J	13.00
Out-of-Town Travel	03/18/07	Butler, Jr. J	13.00
Out-of-Town Travel	03/18/07	Butler, Jr. J	56.60

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Travel	03/18/07	Butler, Jr. J	108.14
Out-of-Town Travel	03/18/07	Butler, Jr. J	16.00
Out-of-Town Travel	03/25/07	Butler, Jr. J	36.00
Out-of-Town Travel	03/25/07	Butler, Jr. J	72.28
Out-of-Town Travel	03/25/07	Butler, Jr. J	219.84
Out-of-Town Travel	03/25/07	Butler, Jr. J	14.00
TOTAL OUT-OF-TOWN TRAVEL			\$1,200.00
Out-of-Town Meals	03/03/07	Butler, Jr. J	21.50
Out-of-Town Meals	03/11/07	Butler, Jr. J	19.00
Out-of-Town Meals	03/18/07	Butler, Jr. J	19.00
Out-of-Town Meals	03/25/07	Butler, Jr. J	18.50
TOTAL OUT-OF-TOWN MEALS			\$78.00
Outside Re- search/Internet Services	03/13/07	Skardel, Inc.	66.00
TOTAL OUTSIDE RESEARCH/INTERNET SERVICES			\$66.00
Printing to paper from TIF	03/14/07	Copy Center, D	311.48
Printing to paper from TIF	03/14/07	Copy Center, D	17.38
Printing to paper from TIF	03/15/07	Copy Center, D	14.34
Printing to paper from TIF	03/19/07	Copy Center, D	2.80
TOTAL PRINTING TO PAPER FROM TIF			\$346.00
CLR/Disclosure	03/01/07	Global Securities	43.00
TOTAL CLR/DISCLOSURE			\$43.00
Wireless - Mo- bile/Cellular/Pager	03/20/07	Butler, Jr. J	34.00
TOTAL WIRELESS - MOBILE/CELLULAR/PAGER			\$34.00
TOTAL MATTER			\$3,547.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP) Bill Date: 05/31/07
Business Operations/Strategic Planning

Bill Number: 1158919

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	04/01/07	0.60	CONTINUE TO PREPARE FOR APRIL 2ND DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY INCLUDING REVIEW DRAFT ROTHSCHILD MATERIALS (0.6).
BUTLER, JR. J	04/02/07	4.70	PREPARE FOR (0.4) AND PARTICIPATE IN (2.8) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY; ATTEND VARIOUS BUSINESS STRATEGY MEETINGS AT COMPANY IN TROY INCLUDING WITH R. O'NEAL, J. SHEEHAN AND K. BUTLER (1.3); TELECONFERENCE WITH D. RESNICK RE: SAME (0.2).
BUTLER, JR. J	04/03/07	1.40	PREPARE FOR (0.3) AND PARTICIPATE IN (1.1) WORKING GROUP STRATEGY TELECONFERENCE WITH R. O'NEAL, J. SHEEHAN, K. BUTLER ET. AL.
BUTLER, JR. J	04/12/07	1.20	TELECONFERENCES WITH R. O'NEAL (0.4), D. SHERBIN (0.2), S. CORCORAN (0.4) AND D. RESNICK (0.2) RE: STRATEGIC MATTERS.
BUTLER, JR. J	04/13/07	0.70	TELECONFERENCE WITH D. RESNICK (0.7) RE: STRATEGIC MATTERS.
BUTLER, JR. J	04/15/07	0.30	CONTINUE TO PREPARE FOR APRIL 16TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.3).
BUTLER, JR. J	04/22/07	0.30	CONTINUE TO PREPARE FOR APRIL 23RD DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.3).
BUTLER, JR. J	04/23/07	2.50	PREPARE FOR (0.7) AND ATTEND (1.8) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY.
BUTLER, JR. J	04/26/07	2.10	ATTEND BUSINESS STRATEGY MEETINGS AS COMPANY IN TROY WITH R. O'NEAL (0.4) AND D. SHERBIN (1.7).
BUTLER, JR. J	04/29/07	0.40	CONTINUE TO PREPARE FOR APRIL 30TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.4).
BUTLER, JR. J	04/30/07	3.20	PREPARE FOR (0.4) AND PARTICIPATE IN (2.4) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY; REVIEW 1ST QUARTER 2007 FINANCIAL PERFORMANCE PRESENTATION AND ASSUMPTIONS FOR PENDING 3+9 FORECAST WITH R. O'NEAL, J. SHEEHAN AND B. DELLINGER AT COMPANY IN TROY (0.4).

17.40

COCHRAN EL	04/05/07	1.10	PARTICIPATE IN SENIOR STRATEGY CALL (1.1).
COCHRAN EL	04/16/07	2.20	PARTICIPATE IN DTM (2.2).
COCHRAN EL	04/23/07	1.70	PARTICIPATE IN DTM (1.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

		5.00	
MARAFIOTI KA	04/05/07	0.70	SENIOR STRATEGY CALL (0.7) .
MARAFIOTI KA	04/16/07	0.10	CORRESPONDENCE RE: APPLICATION MAINTENANCE HEARING (0.1) .
MARAFIOTI KA	04/17/07	0.20	CORRESPONDENCE RE: FINANCE OUTSOURCING MOTION (0.2) .
		1.00	
MEISLER RE	04/02/07	1.10	REVIEW AND RESPOND TO CORRESPONDENCE FROM C. PICCININ RE: MOTIONS FILED FOR APRIL HEARING (0.2); PREPARE FOR LITIGATION WORKING GROUP MEETING (0.2); ATTEND SAME (0.7) .
MEISLER RE	04/13/07	0.10	REVIEW CORRESPONDENCE RE: IT OUTSOURCING (0.1) .
MEISLER RE	04/16/07	0.50	DRAFT CORRESPONDENCE RE: OUTSOURCING MOTIONS (0.3); REVIEW IT OUTSOURCING PLEADINGS IN PREPARATION FOR APRIL 20 OMNIBUS HEARING (0.2) .
MEISLER RE	04/17/07	0.50	CONTINUE TO PREPARE FOR HEARING RE: OUTSOURCING MOTIONS (0.5) .
MEISLER RE	04/19/07	0.20	DRAFT CORRESPONDENCE RE: IT OUTSOURCING PHASE III (0.2) .
MEISLER RE	04/24/07	0.30	REVIEW AND ANALYSIS OF ANTENNAE TRANSACTION (0.1); TELECONFERENCE WITH D. DRAGICH RE: PBR (0.1); FOLLOW UP RE: SAME (0.1) .
MEISLER RE	04/26/07	0.40	TELECONFERENCES WITH K. CRAFT RE: MONARCH (0.2); REVIEW CORRESPONDENCE RE: PBR (0.2) .
		3.10	
Total Partner		26.50	
MATZ TJ	04/05/07	0.70	PARTICIPATE IN SENIOR STRATEGY CONFERENCE (0.7) .
MATZ TJ	04/10/07	1.00	REVIEW AND REVISE SCRIPT AND PROFFER RE: IT OUTSOURCING MOTION (1.0) .
MATZ TJ	04/17/07	0.40	FURTHER REVIEW AND PREPARATION RE: IT FINANCE OUTSOURCING MOTIONS (0.4) .
		2.10	
Total Counsel		2.10	
FERN BM	04/03/07	0.60	FORMULATE STRATEGY RE: DILIGENCE FROM ADM AGREEMENT (0.6) .
FERN BM	04/04/07	1.30	PREPARED FOR (0.3) AND PARTICIPATED IN CONFERENCE CALL WITH M. BROUDE, R. HASTY, A. FRANKUM RE: ADM AGREEMENTS (1.0) .

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	04/05/07	0.20	EMAIL TO/FROM M. LOEB RE: NETWORK TIMELINE (0.2).
FERN BM	04/06/07	4.70	DRAFTED SCRIPT RE: ADM MOTION (2.6); DRAFT SCRIPT RE: FINANCE OUTSOURCING (2.1).
FERN BM	04/16/07	5.90	EMAILS TO M. DENSMORE AND J. ENZOR RE: FINANCE OUTSOURCING MOTION (0.2); EMAILS TO M. LOEB AND T. MCCABE RE: IT OUTSOURCING (0.2); ATTENTION TO ISSUES RE: PRESENTATION OF OUTSOURCING MOTIONS AT OMNIBUS HEARING (0.7); EMAILS TO/FROM R. FLEETMEYER RE: FINANCE OUTSOURCING DATA (0.3); REVIEW AND COMMENT ON SCRIPT FOR ADM MOTION (1.1); REVIEW AND COMMENT ON PRESENTATION MATERIALS RE: IT OUTSOURCING (0.4) AND FINANCE OUTSOURCING (0.3); ATTENTION TO ISSUES RE: PRESENTATION MATERIALS FOR FINANCE OUTSOURCING (0.5); ADDITIONAL REVISIONS TO IT OUTSOURCING MATERIALS (1.2); ADDITIONAL REVISIONS TO FINANCE OUTSOURCING MATERIALS (0.7); EMAILS TO/FROM T. MCCABE RE: ADM AGREEMENTS (0.3).
FERN BM	04/17/07	3.60	FOLLOW-UP ON ISSUES RE: PREFERRED WITNESS FOR FINANCE OUTSOURCING MOTION (0.8); TELECONFERENCE WITH J. SHEEHAN RE: SAME (0.2); EMAILS TO/FROM J. SHEEHAN RE: SAME (0.2); EMAIL TO/FROM J. ENZOR RE: DETAILS OF FINANCE OUTSOURCING AGREEMENT (0.3); REVISE SCRIPT FOR ADM HEARING (0.5); EMAIL TO T. MCCABE RE: SAME (0.2); REVISE FINANCE OUTSOURCING SCRIPT (0.6); ADDITIONAL ATTENTION TO ISSUES RE: PREFERRED TESTIMONY FOR FINANCE OUTSOURCING (0.4); EMAILS TO/FROM AND TELECONFERENCE WITH J. SHEEHAN RE: WITNESS ATTENDANCE AT HEARING (0.4).
FERN BM	04/18/07	4.20	REVIEW MATERIAL IN PREPARATION FOR HEARING ON ADM MOTION (1.3); REVIEW MATERIALS IN PREPARATION FOR HEARING ON FINANCE OUTSOURCING (1.5); EMAIL TO J. SHEEHAN RE: SAME (0.2); ATTENTION TO DOCUMENTS IN PREPARATION FOR OMNIBUS HEARING (0.8); ATTENTION TO ISSUES RE: CHART OF BUSINESS LINES (0.4).
FERN BM	04/19/07	2.00	REVIEW DATA IN PREPARATION FOR OUTSOURCING MOTIONS (1.4); REVISE CHART OF KEY OUTSOURCING TERMS (0.6).
FERN BM	04/20/07	4.00	PREPARE FOR OMNIBUS HEARING (2.3); ATTEND OMNIBUS HEARING (1.4); POST-HEARING BRIEFING (0.3).
FERN BM	04/23/07	0.40	EMAIL TO M. LOEB AND T. MCCABE RE: ADM ORDER (0.2); EMAIL TO M. DENSMORE AND J. ENZOR RE: FINANCE OUTSOURCING ORDER (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	04/24/07	4.10	REVIEW MATERIALS AND ANALYZE FACTS RE: MONARCH ANTENNA (1.2); TELECONFERENCE WITH M. LOEB RE: NETWORK SERVICES (0.2); REVIEW AND COMMENT ON NETWORK SERVICES MOTION (2.7).
FERN BM	04/25/07	1.90	REVIEW AND COMMENT ON PLEADINGS RE: NETWORK SERVICES AGREEMENT (1.6); ATTENTION TO ISSUES RE: FILING NETWORK SERVICES AGREEMENT UNDER SEAL (0.3).
FERN BM	04/27/07	1.70	REVIEW AND COMMENT ON NETWORK SERVICES MOTION (1.2); REVIEW AND COMMENT ON NETWORK UNDER SEAL PLEADINGS (0.5).
FERN BM	04/30/07	0.20	EMAIL TO M. LOEB AND T. MCCABE RE: IT PHASE THREE UNDER SEAL MOTION (0.2).

34.80

HALPER A	04/13/07	9.80	REVISE NDA INCLUDING TIME SPENT REVIEWING, DISCUSSING AND REVISING NDA AND CO-INVESTOR NDA AND MEETING WITH J. SHEEHAN, D. REZNICK AND B. SHAW (9.8).
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9.80

HOUSTON BM	04/10/07	1.20	REVIEW AND REVISE OUTSOURCING SCRIPTS (1.2).
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1.20

KAHN MT	04/09/07	1.90	DRAFT SCRIPT FOR HEARING ON OUTSOURCING MOTIONS (1.9).
KAHN MT	04/10/07	0.40	REVISE SCRIPTS FOR HEARING ON OUTSOURCING MOTIONS (0.4).
KAHN MT	04/11/07	0.40	REVISE FINANCING MOTION SCRIPT (0.4).
KAHN MT	04/20/07	2.80	DRAFT PHASE 3 OUTSOURCING MOTION AND ORDER (2.8).
KAHN MT	04/23/07	2.00	CONTINUE DRAFTING PHASE 3 MOTIONS AND ORDERS, INCLUDING UNDER SEAL PLEADINGS (2.0).
KAHN MT	04/25/07	0.60	REVISE PHASE 3 PLEADINGS (0.6).
KAHN MT	04/30/07	0.80	REVISE PHASE THREE IT PLEADINGS (0.8).

8.90

Total Associate 54.70

WORSHECK TM	04/05/07	0.90	UPDATE DTM BINDERS (0.9).
WORSHECK TM	04/10/07	0.80	UPDATE DTM BINDERS (0.8).
WORSHECK TM	04/24/07	0.70	UPDATE DTM BINDERS (0.7).

2.40

Total Legal Assistant Support 2.40

TOTAL TIME 85.70

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 05/31/07
Bill Number: 1158919

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	04/19/07	Fern BM	979.00
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$979.00
In-house Reproduction	04/03/07	Copy Center, D	110.74
In-house Reproduction	04/06/07	Copy Center, D	7.90
In-house Reproduction	04/10/07	Copy Center, D	2.40
In-house Reproduction	04/13/07	Copy Center, D	273.49
In-house Reproduction	04/17/07	Copy Center, D	3.30
In-house Reproduction	04/17/07	Copy Center, D	2.40
In-house Reproduction	04/20/07	Copy Center, D	28.01
In-house Reproduction	04/20/07	Copy Center, D	3.70
In-house Reproduction	04/24/07	Copy Center, D	18.31
In-house Reproduction	04/27/07	Copy Center, D	163.75
TOTAL IN-HOUSE REPRODUCTION			\$614.00
Telephone Expense-ECRS only	04/27/07	Telecommunications, D	10.70
Telephone Expense-ECRS only	04/27/07	Telecommunications, D	24.97
Telephone Expense-ECRS only	04/27/07	Telecommunications, D	1.86
Telephone Expense-ECRS only	04/27/07	Telecommunications, D	1.30
Telephone Expense-ECRS only	04/27/07	Telecommunications, D	5.15
Telephone Expense-ECRS only	04/27/07	Telecommunications, D	0.02
TOTAL TELEPHONE EXPENSE-ECRS ONLY			\$44.00
Westlaw	04/26/07	Ganitsky DI	234.00
TOTAL WESTLAW			\$234.00
Vendor Hosted Teleconferencing	03/02/07	Teleconferencing Services, LLC	43.72
Vendor Hosted Teleconferencing	03/23/07	Teleconferencing Services, LLC	47.73

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Vendor Hosted Teleconferencing	03/30/07	Teleconferencing Services, LLC	36.55
		TOTAL VENDOR HOSTED TELECONFERENCING	\$128.00
Air/Rail Travel (external)	04/01/07	Butler, Jr. J	469.85
Air/Rail Travel (external)	04/22/07	Butler, Jr. J	117.66
Air/Rail Travel (external)	04/25/07	Butler, Jr. J	117.66
Air/Rail Travel (external)	04/29/07	Butler, Jr. J	235.83
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$941.00
Out-of-Town Travel	04/01/07	Butler, Jr. J	92.05
Out-of-Town Travel	04/01/07	Butler, Jr. J	202.33
Out-of-Town Travel	04/01/07	Butler, Jr. J	19.01
Out-of-Town Travel	04/22/07	Butler, Jr. J	216.19
Out-of-Town Travel	04/22/07	Butler, Jr. J	13.50
Out-of-Town Travel	04/22/07	Butler, Jr. J	89.25
Out-of-Town Travel	04/25/07	Butler, Jr. J	89.26
Out-of-Town Travel	04/25/07	Butler, Jr. J	11.50
Out-of-Town Travel	04/25/07	Butler, Jr. J	64.02
Out-of-Town Travel	04/25/07	Butler, Jr. J	115.03
Out-of-Town Travel	04/29/07	Butler, Jr. J	136.24
Out-of-Town Travel	04/29/07	Butler, Jr. J	345.10
Out-of-Town Travel	04/29/07	Butler, Jr. J	15.50
Out-of-Town Travel	04/29/07	Butler, Jr. J	52.02
		TOTAL OUT-OF-TOWN TRAVEL	\$1,461.00
Messengers/ Courier	04/13/07	Dist Serv/Mail/Page, D	23.18
Messengers/ Courier	04/25/07	Dist Serv/Mail/Page, D	6.41
Messengers/ Courier	04/25/07	Dist Serv/Mail/Page, D	6.41
		TOTAL MESSENGERS/ COURIER	\$36.00
Out-of-Town Meals	04/01/07	Butler, Jr. J	12.00
Out-of-Town Meals	04/22/07	Butler, Jr. J	27.00
Out-of-Town Meals	04/22/07	Butler, Jr. J	15.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Out-of-Town Meals	04/25/07	Butler, Jr. J	12.00
Out-of-Town Meals	04/29/07	Butler, Jr. J	36.00
		TOTAL OUT-OF-TOWN MEALS	\$102.00
Outside Re- search/Internet Services	04/05/07	Pacer Service Center	8.00
		TOTAL OUTSIDE RESEARCH/INTERNET SERVICES	\$8.00
Contracted Catering-NY	04/18/07	Butler, Jr. J	399.99
Contracted Catering-NY	04/18/07	Butler, Jr. J	239.99
Contracted Catering-NY	04/19/07	Butler, Jr. J	399.99
Contracted Catering-NY	04/19/07	Butler, Jr. J	239.99
Contracted Catering-NY	04/19/07	Butler, Jr. J	384.03
Contracted Catering-NY	04/19/07	Butler, Jr. J	999.97
Contracted Catering-NY	04/19/07	Butler, Jr. J	499.98
Contracted Catering-NY	04/20/07	Butler, Jr. J	354.06
		TOTAL CONTRACTED CATERING-NY	\$3,518.00
		TOTAL MATTER	\$8,065.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 06/30/07
Bill Number: 1166514

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	05/06/07	0.30	CONTINUE TO PREPARE FOR APRIL 30TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.3).
BUTLER, JR. J	05/07/07	4.20	PREPARE FOR (0.4) AND PARTICIPATE IN (3.4) DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY; REVIEW 3+9 BUSINESS FORECAST (0.4).
BUTLER, JR. J	05/08/07	0.40	FOLLOW-UP ON ISSUES DISCUSSED AT MAY 7TH DELPHI TRANSFORMATION COMMITTEE MEETING AT COMPANY IN TROY (0.4).
BUTLER, JR. J	05/13/07	0.60	CONTINUE TO PREPARE FOR MAY 14TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.6).
BUTLER, JR. J	05/14/07	4.40	PREPARE FOR (0.4) AND ATTEND (2.2) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY; ATTEND SEPARATE MEETINGS RE: STRATEGIC MATTERS AT COMPANY IN TROY WITH S. MILLER, R. O'NEAL, J. SHEEHAN, D. SHERBIN AND S. CORCORAN (1.8).
BUTLER, JR. J	05/18/07	0.60	PREPARE FOR (0.2) AND PARTICIPATE IN (0.4) WEEKLY SENIOR STRATEGY TELECONFERENCE MEETING WITH S. CORCORAN ET. AL.
BUTLER, JR. J	05/20/07	0.70	CONTINUE TO PREPARE FOR MAY 21ST DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.7).
BUTLER, JR. J	05/21/07	2.40	PREPARE FOR (0.3) AND ATTEND (2.1) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY.
BUTLER, JR. J	05/24/07	0.20	BEGIN TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: TOWER MOTION (IT OUTSOURCING PHASE III) (0.2).
BUTLER, JR. J	05/28/07	0.60	CONTINUE TO PREPARE FOR MAY 29TH DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY (0.2); REVIEW DIVIDEND REPATRIATION PLAN AND EMAIL TO J. SHERBIN RE: SAME (0.4).
BUTLER, JR. J	05/29/07	3.30	PREPARE FOR (0.3) AND ATTEND (2.8) DELPHI TRANSFORMATION MEETING AT COMPANY IN TROY; CONTINUE TO PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: TOWER MOTION (IT OUTSOURCING PHASE III) (0.2).
BUTLER, JR. J	05/30/07	0.40	PREPARE FOR MAY 31ST OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT REGARDING TOWER MOTION (IT OUTSOURCING PHASE III) (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

BUTLER, JR. J	05/31/07	0.30	PREPARE FOR (0.2) AND ATTEND (0.1) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: TOWER MOTION (IT OUTSOURCING PHASE III).
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18.40

COCHRAN EL	05/04/07	1.20	PARTICIPATED IN SENIOR STRATEGY TELECONFERENCE (1.2).
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COCHRAN EL	05/07/07	4.50	PARTICIPATED IN DTM (4.5).
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COCHRAN EL	05/14/07	2.20	PARTICIPATED IN DTM (2.2).
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COCHRAN EL	05/18/07	0.70	PARTICIPATED IN SENIOR STRATEGY CALL (0.7).
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COCHRAN EL	05/21/07	2.50	PARTICIPATED IN DTM (2.5).
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COCHRAN EL	05/29/07	2.90	PARTICIPATE IN DTM CALL (2.9).
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14.00

LYONS JK	05/18/07	1.00	PREPARE FOR AND ATTEND SENIOR STRATEGY CALL (1.0).
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1.00

MARAFIOTI KA	05/03/07	1.00	CONSIDER ORDINARY COURSE ANALYSIS IN CONNECTION WITH DAS LLC/ASHIMORI TRANSACTION (0.7) AND RELATED RESEARCH (0.3).
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MARAFIOTI KA	05/04/07	0.90	PREPARE FOR AND ATTEND SENIOR STRATEGY CALL (0.9).
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MARAFIOTI KA	05/06/07	0.10	CORRESPONDENCE EXCHANGE RE: AHISMORI JOINT VENTURE (0.1).
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MARAFIOTI KA	05/07/07	1.20	REVIEW AND REVISE MOTION (0.3) AND ORDER (0.1) TO PLACE ITT OUTSOURCING MATERIAL UNDER SEAL; REVIEW AND REVISE NETWORK SERVICES MOTION (0.6) AND ORDER (0.2).
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MARAFIOTI KA	05/08/07	0.60	REVIEW AND REVISE PHASE III OUTSOURCING MOTION (0.4) AND ORDER (0.2).
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MARAFIOTI KA	05/09/07	0.40	REVIEW ASHIMORI JOINT VENTURE PLEADINGS (0.3); FINAL REVIEW OF OUTSOURCING MOTION (0.1).
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MARAFIOTI KA	05/10/07	0.60	REVIEW AND REVISE ASHIMORI JOINT VENTURE MOTION (0.4) AND ORDER (0.1); RELATED CORRESPONDENCE (0.1).
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MARAFIOTI KA	05/18/07	0.40	PREPARE FOR AND ATTEND SENIOR STRATEGY CALL (0.4).
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5.20

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MEISLER RE	05/05/07	0.50	CONTINUE TO REVIEW OF ASHIMORI TRANSACTION (0.5).
MEISLER RE	05/06/07	2.70	REVIEW AND ANALYZE LONG TERM SUPPLY AGREEMENT (0.5), AMENDMENT TO LICENSE AGREEMENT (0.2); TRANSACTIONAL AGREEMENTS (0.7) RE: ASHIMORI JVS; DRAFT CORRESPONDENCE TO CLIENT RE: COMMENTS TO SAME (0.4); REVIEW CASE LAW RE: SAME (0.9).
MEISLER RE	05/07/07	1.90	CONTINUE TO REVIEW AND ANALYSIS OF ASHIMORI TRANSACTION (0.8); REVIEW CASE LAW RE: SAME (0.5); DRAFT CORRESPONDENCE RE: SAME (0.4); DRAFT CORRESPONDENCE RE: XM SETTLEMENT (0.2).
MEISLER RE	05/09/07	0.20	REVIEW AND ANALYZE CASH MANAGEMENT MOTION AND ORDER AND DIP REFINANCING ORDER IN CONNECTION WITH POTENTIAL INTERCOMPANY TRANSACTION (0.2).
MEISLER RE	05/11/07	0.20	REVIEW STATUS RE: IT OUTSOURCING PHASE III (0.2).
MEISLER RE	05/18/07	0.80	PARTICIPATE ON SENIOR STRATEGY CALL (0.6); FOLLOW UP RE: SAME (0.2).
MEISLER RE	05/30/07	0.40	DRAFT CORRESPONDENCE TO D. PURI RE: REPATRIATION (0.2); DRAFT INTERNAL CORRESPONDENCE RE: SAME (0.2).
		6.70	
PANAGAKIS GN	05/04/07	2.80	PARTICIPATE ON SENIOR STRATEGY TELECONFERENCE (1.8) AND ATTEND FOLLOW UP ITEMS RE: SAME (1.0).
		2.80	
Total Partner		48.10	
MATZ TJ	05/02/07	1.80	REVIEW AND COMMENT ON IT PHASE III OUTSOURCING MOTION (1.8).
MATZ TJ	05/03/07	0.40	PREPARATION OF SENIOR STRATEGY TELECONFERENCE AGENDA (0.3); DISTRIBUTION OF SAME (0.1).
MATZ TJ	05/04/07	1.00	PARTICIPATE IN SENIOR STRATEGY CONFERENCE TELECONFERENCE RE: PLAN MATTERS, 5/31 OMNIBUS HEARING MATTERS (1.0).
MATZ TJ	05/07/07	1.20	FURTHER REVIEW OF IT NETWORK SUPPORT SERVICES SEALING APPLICATION MATERIALS, UNDERLYING CONTRACT INDEX FOR FILING (0.8); CONSIDERING ASHIMORI MATTER, PROCEDURE (0.4).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

MATZ TJ	05/08/07	2.00	REVIEWING IT NETWORK SUPPORT SERVICES MOTION, SEALING APPLICATION AND ORDER, INDEX TO UNDERLYING AGREEMENT (0.8); PREPARING COVER NOTE FOR SAME AND FORWARDING TO CHAMBERS (0.3); TELECONFERENCE WITH U.S. TRUSTEE RE: IT SEALING APPLICATION (0.2); TELECONFERENCE WITH CHAMBERS RE: EXPARTE IT NETWORK SUPPORT SERVICES SEALING APPLICATION (0.3); FURTHER TELECONFERENCE FROM U.S. TRUSTEE RE: IT NETWORK SERVICES SUPPORT AGREEMENT (0.2); FURTHER TELECONFERENCE FROM CHAMBERS RE: SEALING MOTION (0.2).
MATZ TJ	05/09/07	0.40	EVALUATE POSSIBLE ASHIMORI TRANSACTION (0.2); TELECONFERENCE WITH FTI RE: SAME (0.2).
MATZ TJ	05/11/07	0.80	REVIEWING FINAL PLEADINGS (FIDELITAS AND IT OUTSOURCING) FOR FILING (0.8).
MATZ TJ	05/18/07	0.40	PARTICIPATING IN SENIOR STRATEGY CONFERENCE CALL (0.4).
		8.00	
RAMLO K	05/04/07	0.60	PREPARE FOR AND PARTICIPATE IN SENIOR STRATEGY CALL (0.6).
RAMLO K	05/18/07	0.50	PREPARE FOR AND PARTICIPATE IN SENIOR STRATEGY CALL (0.5).
		1.10	
Total Counsel		9.10	
FERN BM	05/01/07	1.50	EMAILS TO/FROM M. LOEB RE: NETWORK SERVICES AGREEMENT (0.2); TELECONFERENCE WITH P. CHANDLER RE: NETWORK SERVICES AGREEMENT (0.2); EMAIL TO M. LOEB AND P. CHANDLER RE: EXHIBITS TO UNDER SEAL MOTION (0.4); REVIEW ISSUES RE: NETWORK AGREEMENT (0.5); EMAIL TO M. BROUDE RE: NETWORK AGREEMENT (0.2).
FERN BM	05/02/07	3.50	EMAILS TO/FROM M. BROUDE RE: NETWORK SERVICES AGREEMENT (0.2); EMAIL TO M. LOEB AND T. MCCABE RE: NETWORK AGREEMENT (0.2); FORMULATE STRATEGY (0.5) AND REVIEWED DOCUMENTS RE: ASHIMORI TRANSACTION (1.2); ADDITIONAL ANALYSIS OF ASHIMORI (1.1); LETTER TO M. BROUDE RE: NETWORK AGREEMENT (0.3).
FERN BM	05/03/07	5.80	ANALYZED ISSUES RE: VERTICAL TEST OF ORDINARY COURSE OF BUSINESS TEST (2.0); DRAFTED SUMMARY RE: SAME (2.3); FORMULATE STRATEGY RE: ANALYSIS OF ORDINARY COURSE TEST (0.9); ANALYSIS OF ASHIMORI TRANSACTION (0.6).
FERN BM	05/04/07	0.40	ATTENTION TO ISSUES RE: UNDER SEAL MOTION (0.2) AND EMAIL TO D. SAVAGE RE: SAME (0.2).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	05/05/07	0.30	REVIEWED DOCUMENTS RE: ASHIMORI TRANSACTION (0.3).
FERN BM	05/06/07	0.50	ANALYZED ADDITIONAL ISSUES RE: ASHIMORI TRANSACTION (0.5).
FERN BM	05/07/07	6.90	REVIEWED ASHIMORI TRANSACTION DOCUMENTS (1.2); BEGAN DRAFTING DOCUMENTS RE: ASHIMORI TRANSACTION (3.1); EMAILS TO/FROM D. SAVAGE RE: UNDER SEAL APPLICATION (0.2); REVIEWED AND COMMENTED ON NETWORK UNDER SEAL PLEADINGS (0.4); CONTINUED DRAFTING DOCUMENTS RE: ASHIMORI TRANSACTION (2.0).
FERN BM	05/08/07	4.40	FORMULATE STRATEGY RE: ASHIMORI TRANSACTION (0.6); TELECONFERENCE WITH R. FLEETMEYER RE: ASHIMORI (0.2); REVIEWED AND COMMENTED ON NETWORK SERVICES MOTION (0.9); EMAILS TO/FROM D. SAVAGE RE: SAME (0.2); EMAILS TO/FROM S. CORCORAN RE: ASHIMORI (0.2); TELECONFERENCE WITH H. BAER RE: ASHIMORI (0.2); FORMULATE STRATEGY RE: SAME (0.5); REVIEW ISSUES RE: SERVICE OF NETWORK UNDER SEAL MOTION (0.4); COMMENTED ON NETWORK MOTION (0.6); COMPLETED DRAFT OF ASHIMORI DOCUMENTS (0.6).
FERN BM	05/09/07	5.20	EMAILS TO/FROM M. LOEB AND T. MCCABE RE: NETWORK MOTION (0.3); REVISED DOCUMENTS RE: ASHIMORI TRANSACTION (2.8); TELECONFERENCE WITH R. FLEETMEYER RE: ASHIMORI (0.2); REVIEW DOCUMENTS RE: NETWORK UNDER SEAL ORDER (0.3); REVIEW ISSUES RE: ASHIMORI (0.5); REVISED ASHIMORI DOCUMENTS (0.8); EMAIL TO S. CORCORAN AND R. BERRY RE: SAME (0.3).
FERN BM	05/10/07	2.80	REVISED DOCUMENTS RE: ASHIMORI TRANSACTION (1.0); EMAILS TO/FROM D. SAVAGE RE: NETWORK MOTION (0.3); DRAFTED NOTICE RE: ASHIMORI TRANSACTION (0.3); REVIEWED ISSUES RE: ASHIMORI TRANSACTION (0.4); REVIEW ISSUES RE: SERVICE OF ASHIMORI DOCUMENTS (0.3); ATTENTION TO ISSUES RE: AUTHORITY TO CONSUMMATE ASHIMORI TRANSACTION (0.5).
FERN BM	05/11/07	2.60	REVIEW ISSUES RE: ASHIMORI TRANSACTION (0.3); REVISED NETWORK MOTION AND ORDER IN PREPARATION FOR FILING (0.6); EMAILS TO/FROM M. LOEB AND T. MCCABE RE: SAME (0.3); REVIEW DOCUMENTS IN PREPARATION FOR FILING NETWORK MOTION (0.5); EMAILS TO/FROM T. MCCABE RE: NETWORK AGREEMENT (0.2); DRAFTED CHART OF KEY ISSUES RE: NETWORK SERVICES MOTION (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

FERN BM	05/14/07	4.50	REVIEW ISSUES RE: ASHIMORI TRANSACTION (0.4); DRAFTED PRESENTATION SLIDES RE: IT OUTSOURCING (1.2); DRAFTED PRESENTATION RE: ASHIMORI (2.0); FORMULATE STRATEGY RE: SCRIPT FOR NETWORK MOTION (0.3); REVIEWED AND REVISED TRANSACTION (0.6).
FERN BM	05/15/07	3.60	REVISED ASHIMORI PRESENTATION (0.8); REVIEWED PRESENTATION RE: NETWORK SUPPORT AGREEMENT (0.4); COMMENTED ON SCRIPT FOR NETWORK MOTION (2.4).
FERN BM	05/16/07	1.40	FORMULATE STRATEGY RE: NETWORK MOTION (0.3); ADDITIONAL COMMENTS TO SCRIPT FOR NETWORK MOTION (0.9); EMAILS TO/FROM A. FRANKUM RE: DILIGENCE TELECONFERENCE (0.2).
FERN BM	05/17/07	3.60	EMAILS TO/FROM R. HASTY RE: NETWORK DILIGENCE TELECONFERENCE (0.2); PREPARED FOR (0.4) AND PARTICIPATED IN DILIGENCE TELECONFERENCE WITH R. HASTY AND MESIROW RE: NETWORK AGREEMENT (0.5); ATTENTION TO ISSUES RE: GLOBAL CORPORATE REORGANIZATION (0.3); BEGAN DRAFTING PLEADINGS RE: SAME (1.8); DRAFTED PROPOSED CORPORATE REORGANIZATION ORDER (0.4).
FERN BM	05/21/07	1.40	ATTENTION TO ISSUES RE: NETWORK MOTION (0.3); REVISED SCRIPT TO NETWORK MOTION (0.4); EMAILS TO/FROM M. BROUDE AND M. LOEB RE: NETWORK MOTION (0.2); FORMULATE STRATEGY RE: NETWORK HEARING (0.3); ATTENTION TO ISSUES RE: CORPORATE REORGANIZATION MOTION (0.2).
FERN BM	05/22/07	0.70	REVISED SCRIPT RE: NETWORK MOTION (0.7).
FERN BM	05/23/07	0.20	TELECONFERENCE WITH M. DENSMORE RE: FINANCE OUTSOURCING AGREEMENT (0.2).
FERN BM	05/25/07	0.50	ATTENTION TO ISSUES RE: HEARING FOR NETWORK SUPPORT MOTION (0.3); REVISED SCRIPT RE: SAME (0.2).
FERN BM	05/30/07	1.00	EMAILS TO/FROM T. MCCABE RE: HEARING ON NETWORK MOTION (0.2); REVIEWED MATERIALS IN PREPARATION FOR HEARING ON NETWORK MOTION (0.8).
FERN BM	05/31/07	3.90	PREPARED FOR 5/31 OMNIBUS HEARING (2.5); ATTENDED OMNIBUS HEARING FOR NETWORK MOTION (1.4).

54.70

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

GANITSKY DI	05/01/07	8.40	ATTEND CLIENT WORKING GROUP MEETING RE: STATUS OF CASE (8.4).
GANITSKY DI	05/04/07	1.40	SENIOR STRATEGY TELECONFERENCES AND FOLLOWUPS BASED ON SAME (1.4).
GANITSKY DI	05/16/07	0.70	REVIEW EXHIBIT TO BRANDES NDA (0.7).
		10.50	
KAHN MT	05/02/07	0.40	REVISE OUTSOURCING PLEADINGS (0.4).
KAHN MT	05/03/07	0.40	CORRESPONDENCE RE: COMMENTS TO OUTSOURCING MOTIONS AND REVISE MOTIONS RE: SAME (0.4).
KAHN MT	05/07/07	0.80	FINALIZE PLEADINGS AND DOCUMENTS FOR UNDER SEAL FILING (0.3); REVISE OUTSOURCING MOTION (0.5).
KAHN MT	05/08/07	0.40	REVISE OUTSOURCING MOTION (0.4).
KAHN MT	05/09/07	0.40	TELECONFERENCE WITH KCC TO CONFIRM SERVICE (0.2); REVISE MOTION (0.2).
KAHN MT	05/10/07	0.20	REVISE OUTSOURCING MOTION (0.2).
KAHN MT	05/11/07	0.50	FINALIZE OUTSOURCING PLEADINGS FOR FILING (0.5).
KAHN MT	05/14/07	1.50	DRAFT SCRIPT OF OUTSOURCING MOTION FOR HEARING (1.5).
KAHN MT	05/15/07	0.70	REVISE SCRIPT RE: OUTSOURCING MOTION (0.5); ANALYZE DELPHI PRESENTATION TO UCC RE: OUTSOURCING AGREEMENT (0.2).
KAHN MT	05/16/07	0.40	REVISE SCRIPT OF OUTSOURCING MOTION (0.4).
		5.70	
KALOUDIS D	05/07/07	1.80	RESEARCH PRECEDENT RE: XM (0.1); BEGIN DRAFTING 9019 XM MOTION AND ORDER (1.7).
KALOUDIS D	05/08/07	4.80	REVISE AND REVISE XM 9019 SETTLEMENT MOTION (1.5); RESEARCH PRECEDENT (1.1); DRAFT AND REVISE ORDER APPROVING 9019 SETTLEMENT (0.9); REVIEW PARTIES PROPOSED SETTLEMENT (0.6); ANALYZE PARTIES' PREVIOUS AGREEMENTS (0.7).

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

KALOUDIS D	05/09/07	6.90	CONTINUE TO REVIEW AND REVISE XM 9019 SETTLEMENT MOTION AND PROPOSED ORDER APPROVING 9019 SETTLEMENT MOTION (3.6); MEET WITH K. CRAFT RE: SAME (0.2); EMAIL TO TEAM RE: STATUS OF XM (0.2); TELECONFERENCE WITH COUNSEL FOR XM RE: 9019 MOTION (0.3); FURTHER REVISE 9019 XM MOTION AND PROPOSED ORDER INCORPORATING COMMENTS (2.6).
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KALOUDIS D	05/10/07	0.70	EMAIL TO K. CRAFT RE: XM (0.1); TELECONFERENCE WITH A. FLOWERS RE: XM (0.2); REVIEW AGREEMENTS RE: SAME (0.3); TELECONFERENCE WITH KCC RE: XM (0.1).
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14.20

Total Associate		85.10	
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CHAVALI A	05/03/07	2.70	ASSEMBLE BINDERS IN PREPARATION FOR FILING IT OUTSOURCING AGREEMENT UNDER SEAL (1.4); PREPARE BINDER OF PLAN RESEARCH MEMO (1.3).
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CHAVALI A	05/14/07	0.40	REVIEW SENIOR STRATEGY AGENDA FOR DISTRIBUTION (0.4).
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CHAVALI A	05/17/07	0.70	PREPARE SENIOR STRATEGY CALL AGENDA (0.7).
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3.80

DEMMA J	05/09/07	2.10	UPDATE DTM MATERIALS (2.1).
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DEMMA J	05/18/07	1.10	UPDATE PRESENTATION FILES (1.1).
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3.20

ZSOLDOS AF	05/07/07	0.90	UPDATE IT OUTSOURCING BINDERS (0.6); CORRESPONDENCE RE: FILING UNDER SEAL MOTION (0.3).
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ZSOLDOS AF	05/08/07	2.00	REVIEW UNDER SEAL PLEADINGS (0.6); DRAFT EMAIL TO CHAMBERS RE: FILINGS AND COORDINATE SERVICE OF PLEADINGS FILED UNDER SEAL (0.8); ELECTRONICALLY FILE SEAL MOTION AND PROPOSED ORDER (0.5); COORDINATE SERVICE OF SAME (0.1).
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ZSOLDOS AF	05/11/07	1.50	FINAL PREPARATIONS ON PLEADINGS (0.5) AND ELECTRONICALLY FILE OUTSOURCING MOTION ON DOCKET (0.6); DISTRIBUTE FILED PLEADING AND RECEIPT (0.2); COORDINATE SERVICE RE: SAME (0.2).
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4.40

Total Legal Assistant		11.40	
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TOTAL TIME		<u>153.70</u>	
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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Delphi Corporation (DIP)
Business Operations/Strategic Planning

Bill Date: 06/30/07
Bill Number: 1166514

Disbursement	Date	Vendor/Employee/Dept.	Amount
Air/Rail Travel - vendor feed	05/30/07	Fern BM	999.39
Air/Rail Travel - vendor feed	05/31/07	Fern BM	159.61
TOTAL AIR/RAIL TRAVEL - VENDOR FEED			\$1,159.00
In-house Reproduction	05/02/07	Copy Center, D	15.73
In-house Reproduction	05/04/07	Copy Center, D	2.70
In-house Reproduction	05/08/07	Copy Center, D	0.10
In-house Reproduction	05/15/07	Copy Center, D	47.48
In-house Reproduction	05/18/07	Copy Center, D	33.15
In-house Reproduction	05/25/07	Copy Center, D	24.84
TOTAL IN-HOUSE REPRODUCTION			\$124.00
Lexis/Nexis	05/03/07	Fern BM	70.29
Lexis/Nexis	05/14/07	Stone M	1,651.71
TOTAL LEXIS/NEXIS			\$1,722.00
Westlaw	05/02/07	Fern BM	10.67
Westlaw	05/03/07	Fern BM	53.33
TOTAL WESTLAW			\$64.00
Reproduction - color	05/15/07	Copy Center, D	38.50
Reproduction - color	05/22/07	Copy Center, D	8.00
Reproduction - color	05/22/07	Copy Center, D	34.00
Reproduction - color	05/22/07	Copy Center, D	2.50
TOTAL REPRODUCTION - COLOR			\$83.00
Vendor Hosted Teleconferencing	04/05/07	Teleconferencing Services, LLC	53.77
Vendor Hosted Teleconferencing	04/13/07	Teleconferencing Services, LLC	27.06
Vendor Hosted Teleconferencing	04/13/07	Teleconferencing Services, LLC	12.17
TOTAL VENDOR HOSTED TELECONFERENCING			\$93.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Disbursement	Date	Vendor/Employee/Dept.	Amount
Telephone - Long Distance	05/25/07	Butler, Jr. J	56.00
		TOTAL TELEPHONE - LONG DISTANCE	\$56.00
Air/Rail Travel (external)	05/06/07	Butler, Jr. J	235.40
Air/Rail Travel (external)	05/13/07	Butler, Jr. J	159.26
Air/Rail Travel (external)	05/20/07	Butler, Jr. J	235.39
Air/Rail Travel (external)	05/28/07	Butler, Jr. J	186.95
		TOTAL AIR/RAIL TRAVEL (EXTERNAL)	\$817.00
Out-of-Town Travel	05/06/07	Butler, Jr. J	40.01
Out-of-Town Travel	05/06/07	Butler, Jr. J	223.05
Out-of-Town Travel	05/06/07	Butler, Jr. J	95.34
Out-of-Town Travel	05/06/07	Butler, Jr. J	10.50
Out-of-Town Travel	05/13/07	Butler, Jr. J	95.17
Out-of-Town Travel	05/13/07	Butler, Jr. J	230.05
Out-of-Town Travel	05/13/07	Butler, Jr. J	8.66
Out-of-Town Travel	05/20/07	Butler, Jr. J	92.71
Out-of-Town Travel	05/20/07	Butler, Jr. J	230.05
Out-of-Town Travel	05/20/07	Butler, Jr. J	14.00
Out-of-Town Travel	05/28/07	Butler, Jr. J	66.10
Out-of-Town Travel	05/28/07	Butler, Jr. J	230.05
Out-of-Town Travel	05/28/07	Butler, Jr. J	13.00
Out-of-Town Travel	05/30/07	Fern BM	37.01
Out-of-Town Travel	05/30/07	Fern BM	35.01
Out-of-Town Travel	05/31/07	Fern BM	35.01
Out-of-Town Travel	05/31/07	Fern BM	433.28
		TOTAL OUT-OF-TOWN TRAVEL	\$1,889.00
Messengers/ Courier	05/02/07	Dist Serv/Mail/Page, D	6.50
Messengers/ Courier	05/02/07	Dist Serv/Mail/Page, D	6.50
		TOTAL MESSENGERS/ COURIER	\$13.00

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES

Out-of-Town Meals	05/06/07	Butler, Jr. J	30.55
Out-of-Town Meals	05/13/07	Butler, Jr. J	12.72
Out-of-Town Meals	05/13/07	Butler, Jr. J	9.67
Out-of-Town Meals	05/20/07	Butler, Jr. J	18.53
Out-of-Town Meals	05/28/07	Butler, Jr. J	18.53
TOTAL OUT-OF-TOWN MEALS			\$90.00
CLR/Disclosure	05/01/07	Global Securities	191.81
CLR/Disclosure	05/01/07	Global Securities	16.19
TOTAL CLR/DISCLOSURE			\$208.00
TOTAL MATTER			\$6,318.00